



(Registered in England)
Registration No 1410834

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PECD/JAK

04 December 2003

Office of the International Corporate Finance
Division of Corporate Finance
Securities and Exchange Commission
450 Fifth Street, NW
Washington D.C. 20549-0302
United States Of America



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Dear Sirs

SUPPL

Free State Development and Investment Corporation Limited
Issuer No. 82-296
Information Submitted Pursuant to Rule 12g3-2(b)
SUPPLEMENTAL INFORMATION

The following information is being furnished to the Commission on behalf of Free State Development and Investment Corporation Limited in order to maintain such issuer's exemption from registration pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Announcement re Scheme of Arrangement
and Revised Salient Dates

Dated 01 December 2003

Yours faithfully
For and on behalf of
JCI (London) Limited

PROCESSED

DEC 15 2003

THOMSON
FINANCIAL

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P E C Dexter
Secretary

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Free State Development and Investment Corporation Limited
(Incorporated in the Republic of South Africa)
(Registration number 1944/016931/06)
(Share code: FRE ISIN: ZAE000002739)
("FSD")

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Randgold & Exploration Company Limited
(Incorporated in the Republic of South Africa)
(Registration number 1992/005642/06)
Share code: RNG ISIN: ZAE000008819
Nasdaq trading symbol: RANGY
("Randgold & Exploration")

- SCHEME OF ARRANGEMENT UNCONDITIONAL
- REVISED SALIENT DATES

1. SCHEME OF ARRANGEMENT UNCONDITIONAL

NewFound Capital and River Sponsors are authorised to announce that the scheme of arrangement proposed by Randgold & Exploration between FSD and shareholders of FSD, other than JCI Limited ("the scheme"), was unconditionally approved by the Competition Commission on Friday, 28 November 2003. Accordingly, the scheme has become unconditional and will be implemented in accordance with the salient dates set out below.

2. REVISED SALIENT DATES

In terms of the scheme, scheme participants will receive 12,5 Randgold & Exploration shares for every 100 FSD shares held ("the scheme consideration") as follows:

2003

Last day to trade for FSD shareholders to be eligible to receive the scheme consideration	Thursday, 11 December
Suspension of listing of FSD shares on the JSE Securities Exchange South Africa ("JSE") and the London Stock Exchange ("LSE") at the commencement of trading	Friday, 12 December
Listing of Randgold & Exploration consideration shares at the commencement of trading	Friday, 12 December
Record date to determine participation in the scheme consideration by the close of business	Friday, 19 December
Operative date of the scheme at the commencement of trading	Monday, 22 December
Scheme consideration posted to certificated scheme participants if documents of title are received on or prior to the record date on (or failing receipt of documents of title on or before the consideration record date, not later than five business days of receipt thereof by the transfer secretaries in South Africa or the United Kingdom registrars)	Monday, 22 December
Dematerialised scheme participants have their safe custody accounts held at their CSDP or broker updated with the scheme consideration	Monday, 22 December
Termination of listing of FSD shares on the JSE and the LSE at the commencement of trading	Tuesday, 23 December

Note:

Share certificates may not be dematerialised or rematerialised after
Thursday, 11 December 2003.

Johannesburg
1 December 2003

Corporate adviser to FSD
NEWFOUND

Corporate law adviser to FSD
TABACKS

Sponsor to FSD
RIVER GROUP

Sponsor to Randgold & Exploration
HSBC